

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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STEPHEN M. WILSON, *et al.*,

Case No: 07-Civ-6176

Plaintiffs,

-v.-

IMAGESAT INTERNATIONAL N.V., *et al.*,

Defendants.

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**AMENDED DECLARATION OF SHIMON ECKHAUS
IN SUPPORT OF MOTION TO DISMISS**

Shimon Eckhaus declares, pursuant to 28 U.S.C. § 1746:

1. I make this declaration in support of my motion to dismiss the complaint in the above-captioned action for lack of personal jurisdiction. The following statements are based upon my personal knowledge.

2. I was a director at ImageSat International N.V. ("ImageSat") from November 2002 to July 2005. From July 2005 through the present I serve as ImageSat's CEO.

3. I am a citizen of Israel, residing in Pardesiya, Israel.

4. I am not a citizen or resident of the United States.

5. I was born in Petach Tikva, Israel and have resided in Israel for 57 years.

6. My native language is Hebrew.

7. I served in the Israeli army for three years and was an officer.

8. I have never resided in the State of New York or elsewhere in the United States.

9. I do not rent or own any real property in the State of New York.

10. I do not own a bank account registered or located in the State of New York or anywhere else in the United States.

11. I do not have a mailing address in the State of New York or anywhere else in the United States.

12. I do not have a telephone number (land or cell) in the State of New York or anywhere else in the United States.

13. I have traveled to the United States approximately twenty times in the past five years (including two personal vacations). Until January 12, 2003, none of my visits to the United States were related to ImageSat business. After January 12, 2003, my trips to the United States were either in connection with ImageSat or Israel Aerospace Industries Ltd. ("IAI") business, including attending board meetings in New York on December 1, 2003, November 4, 2004, February 25, 2005, September 2, 2005, February 10, 2006, May 30, 2006, November 22, 2006, May 31, 2007, and August 23, 2007.

14. I do not conduct any personal business in the State of New York.

15. I have not conducted any ImageSat business in the State of New York, other than attending ImageSat board meetings and meetings related to business development and financing.

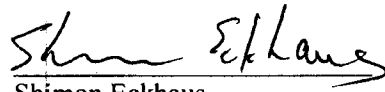
16. I was not directly or indirectly involved in the preparation or negotiation of the agreements referenced in the complaint other than the Strategic Joint Marketing Agreement between IAI and ImageSat in my capacity as Vice President of Marketing of IAI. As CEO of ImageSat, I also had some involvement in Satellite Operating Agreement #7 in 2006.

17. I have not participated in any meetings with Stephen Wilson in the State of New York.

18. I was not involved in the negotiation of any Satellite Operating Partner ("SOP") agreements in the State of New York.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on November 11, 2007 at Tel Aviv.


Shimon Eckhaus